

**UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF NEW JERSEY**

In re HYPODERMIC PRODUCTS
ANTITRUST LITIGATION

THIS DOCUMENT RELATES TO:
ALL ACTIONS

TO BE FILED UNDER SEAL

**Master Docket No. 05-CV-1602 (JLL)
MDL No. 1730**

**Hon. Jose L. Linares, U.S.D.J.
Hon. Claire C. Cecchi, U.S.M.J.**

ORAL ARGUMENT REQUESTED

DECLARATION OF STEVEN C. HERZOG

Steven C. Herzog hereby declares as follows:

1. I am Counsel with the law firm of Paul, Weiss, Rifkind, Wharton & Garrison LLP, counsel for defendant Becton, Dickinson and Company ("BD") in the above-captioned action. I submit this Declaration in support of BD's Memorandum of Law in Support of the Motion for Preliminary Approval of the Settlement with the Direct Purchaser Plaintiffs.
2. Attached as Exhibit A is a true and correct copy of portions of the transcript of George Goldman's deposition, conducted on September 14, 2009.
3. Attached as Exhibit B is a true and correct copy of portions of the transcript of Gayle White's deposition, conducted on June 25, 2009.
4. Attached as Exhibit C is a true and correct copy of portions of the transcript of Edward Kirker's deposition, conducted on June 23, 2009.
5. Attached as Exhibit D is a true and correct copy of portions of the transcript of William Brice's deposition, conducted on July 1, 2009.

6. Attached as Exhibit E is a true and correct copy of portions of the transcript of Gary Prester's deposition, conducted on July 2, 2009.
7. Attached as Exhibit F is a true and correct copy of portions of the transcript of James L. Dube's deposition, conducted on July 15, 2009.
8. Attached as Exhibit G is a true and correct copy of portions of the transcript of Erin Germann's deposition, conducted on July 17, 2009.
9. Attached as Exhibit H is a true and correct copy of portions of the transcript of Edward Ram's deposition, conducted on December 17, 2009.
10. Attached as Exhibit I is a true and correct copy of the "Class Action Complaint" filed by The Hebrew Home for the Aged at Riverdale in *The Hebrew Home for the Aged at Riverdale v. Becton, Dickinson & Co.*, 07-CV-2544 (S.D.N.Y.) (CLB).
11. Attached as Exhibit J is a true and correct copy of the multi-district litigation Conditional Transfer Order, dated April 13, 2007, transferring *The Hebrew Home for the Aged at Riverdale v. Becton, Dickinson & Co.*, 07-CV-2544 (S.D.N.Y.) (CLB) to the District of New Jersey and assigning the case to Judge Linares for consolidated pretrial proceeding in *In re Hypodermic Prods. Antitrust Litig.*, Master Docket No. 05-CV-1602 (D.N.J.) (JLL).
12. Attached as Exhibit K is a true and correct copy of the Memorandum of Law in Support of MedStar's Motion for Partial Summary Judgment filed in *In re Hypodermic Prods. Antitrust Litig.*, Master Docket No. 05-CV-1602 (D.N.J.) (JLL) and dated April 25, 2007.
13. Attached as Exhibit L is a true and correct copy of the Memorandum of Law in Support of Direct Purchaser Class Plaintiffs' Motion for Partial Summary Judgment filed

in *In re Hypodermic Prods. Antitrust Litig.*, Master Docket No. 05-CV-1602 (D.N.J.) (JLL) and dated April 25, 2007.

14. Attached as Exhibit M is a true and correct copy of the Settlement Agreement between BD and the Distributor Plaintiffs, dated April 27, 2009.

I declare under penalty of perjury that the foregoing is true and correct.


Steven C. Herzog

Dated: December 22, 2009